



Entered on Docket
July 26, 2010


Hon. Gregg W. Zive
United States Bankruptcy Judge

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Proposed Local Reorganization Counsel for
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UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

STATION CASINOS, INC.

- Affects this Debtor
- Affects all Debtors
- Affects Reno Land Holdings, LLC
- Affects River Central, LLC
- Affects Tropicana Station, LLC
- Affects FCP Holding, Inc.
- Affects FCP Voteco, LLC
- Affects Fertitta Partners LLC
- Affects Northern NV Acquisitions, LLC
- Affects FCP MezzCo Parent, LLC
- Affects FCP MezzCo Parent Sub, LLC
- Affects FCP MezzCo Borrower VII, LLC
- Affects FCP MezzCo Borrower VI, LLC
- Affects FCP MezzCo Borrower V, LLC
- Affects FCP MezzCo Borrower IV, LLC
- Affects FCP MezzCo Borrower III, LLC
- Affects FCP MezzCo Borrower II, LLC
- Affects FCP MezzCo Borrower I, LLC
- Affects FCP PropCo, LLC

Chapter 11

Case No. BK-09-52477-GWZ
Jointly Administered

**ORDER DENYING OFFICIAL
COMMITTEE OF UNSECURED
CREDITORS' EMERGENCY MOTION
FOR STAY PENDING APPEAL OF
ORDER GRANTING MOTION FOR
ORDER ESTABLISHING BIDDING
PROCEDURES AND DEADLINES
RELATING TO SALE PROCESS FOR
SUBSTANTIALLY ALL OF THE ASSETS
OF STATION CASINOS, INC. AND
CERTAIN "OPCO" SUBSIDIARIES**

Date of Hearing: June 21, 2010
Time of Hearing: 3:30 p.m.

1 Upon the Official Committee of Unsecured Creditors' ("UCC") *Emergency Motion for*
2 *Stay Pending Appeal of Order Granting Motion for Order Establishing Bidding Procedures and*
3 *Deadlines Relating to Sale Process for Substantially All of the Assets of Station Casinos, Inc.*
4 *and Certain "OpCo" Subsidiaries* (the "Motion for Stay") [Docket No. 1589] together with
5 Moving Pleadings and Replies, requesting entry of an order, *inter alia*, staying these proceedings
6 pending the UCC's appeal, the Court having reviewed the Motion for Stay and all responses and
7 Objections to the Motion and having heard the statements in support of and against the relief
8 requested in the Motion at the hearings held before the Court on June 21, 2010 (the "Hearing");
9 and upon the *Findings of Fact and Conclusions of Law in Support of Order Denying the Official*
10 *Committee of Unsecured Creditors' Emergency Motion for Stay Pending Appeal of Order*
11 *Granting Motion for Order Establishing Bidding Procedures and Deadlines Relating to Sale*
12 *Process for Substantially All of the Assets of Station Casinos, Inc. and Certain "OpCo"*
13 *Subsidiaries* determined by the Court (the "Findings of Fact and Conclusions of Law");¹ and
14 after due deliberation and sufficient cause appearing therefor:

15 **IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:**

16 1. The Findings of Fact and Conclusions of Law are adopted and incorporated herein
17 in full and shall be deemed effective upon the date of entry of this Order. To the extent that any
18 findings of fact set forth therein may constitute conclusions of law, and vice versa, they hereby
19 are deemed as such for all purposes.

20 2. The Motion for Stay is denied.

21 3. This Court shall, and hereby does, retain jurisdiction to hear and determine all
22 matters arising from or related to the implementation and interpretation of this Order.

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¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed in the Motion for Stay or the Findings of Fact and Conclusions of Law, as the case may be.

1 SUBMITTED BY:

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14 Local Reorganization Counsel
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CERTIFICATION OF COMPLIANCE WITH LOCAL RULE 9021(c)

In accordance with LR 9021, counsel submitting this document certifies as follows:

____ The court has waived the requirement of approval under LR 9021.

____ This is a chapter 7 or 13 case, and either with the motion, or at the hearing, I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

X This is a chapter 9, 11, or 15 case, and I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

Deutsche Bank Trust Company Americas, as Administrative Agent for OpCo Lenders	Approved
Collateral Agent to the CMBS Lenders	Approved
Official Committee of Unsecured Creditors	Approved
Independent Lenders comprised of BNP Paribas, Castlerigg Master Investments, Ltd., Genesis CLO, Natixis, Silver Point Capital and Bank of Nova Scotia	Approved

I certify that I have served a copy of this proposed order with the motion, and no parties appeared or filed written objections.

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1 Dated: July 23, 2010

Respectfully submitted,

2 By: /s/ Thomas R. Kreller

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